

**E-FILED on June 9, 2006**

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Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT  
 DISTRICT OF NEVADA**

In re:  
 USA COMMERCIAL MORTGAGE COMPANY,  
 Debtor.

Case No. BK-S-06-10725 LBR  
 Case No. BK-S-06-10726 LBR  
 Case No. BK-S-06-10727 LBR

In re:  
 USA CAPITAL REALTY ADVISORS, LLC,  
 Debtor.

Case No. BK-S-06-10728 LBR  
 Case No. BK-S-06-10729 LBR

In re:  
 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
 Debtor.

Chapter 11

In re:  
 USA CAPITAL FIRST TRUST DEED FUND, LLC,  
 Debtor.

Jointly Administered Under  
 Case No. BK-S-06-10725 LBR

In re:  
 USA SECURITIES, LLC,  
 Debtor.

**NOTICE OF FILING OF AMENDED 13-  
 WEEK CASH FORECAST  
 (AFFECTS ALL DEBTORS)**

Affects:

- ☒ All Debtors
- ☐ USA Commercial Mortgage Company
- ☐ USA Securities, LLC
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA First Trust Deed Fund, LLC

Date: June 21, 2006  
 Time: 9:30 a.m.

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1 USA Commercial Mortgage Company, USA Securities, LLC, USA Capital Realty  
2 Advisors, LLC, USA Capital Diversified Trust Deed Fund, LLC, and USA Capital First Trust  
3 Deed Fund, LLC (collectively, the “Debtors”) hereby file the attached amended 13-Week Cash  
4 Forecast (which amends the 13-week cash forecast filed on June 5, 2006). This spreadsheet  
5 provides an updated cash forecast for the specified 13-week period.

6 Respectfully submitted this 9<sup>th</sup> day of June, 2006.

7  
8 /s/ JEANETTE E. MCPHERSON

9 Lenard E. Schwartzer, Nevada Bar No. 0399  
10 Jeanette E. McPherson, Nevada Bar No. 5423  
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14 and

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**USA Commercial Mortgage Company, et al.****13-Week Cash Forecast**

(\$ in thousands)

	13-Week Cash Forecast													
	Week Ending													Total
	6/4/2006	6/11/2006	6/18/2006	6/25/2006	7/2/2006	7/9/2006	7/16/2006	7/23/2006	7/30/2006	8/6/2006	8/13/2006	8/20/2006	8/27/2006	13 Weeks
USA Commercial Mortgage														
Cash Collections														
Collections														
Loan Origination Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$900.0	\$0.0	\$0.0	\$0.0	\$0.0	\$900.0
Other Collections	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	14.1	0.0	0.0	0.0	0.0	14.1
Permanent Loan Closing Fees	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Collection of Pre-Paid Interest from Borrowers	0.0	10,308.8	0.0	4,803.1	1,118.6	0.0	148.5	0.0	0.0	0.0	0.0	0.0	0.0	16,379.0
Interest Income from Collections Account	0.0	0.0	0.0	0.0	320.0	0.0	0.0	0.0	0.0	684.4	0.0	0.0	0.0	1,004.4
Reimbursed Expenses from USA Capital Realty	0.0	0.0	0.0	0.0	0.0	125.0	0.0	0.0	0.0	125.0	0.0	0.0	0.0	250.0
Loan Servicing Collections														
Estimated Service Fees	0.0	310.9	8.0	228.9	122.8	0.0	286.0	0.0	0.0	3.2	274.6	0.0	0.0	1,234.5
Outstanding Origination, Extension and Closing Fees	0.0	36.5	277.5	629.4	640.5	0.0	101.9	0.0	0.0	203.8	183.8	0.0	0.0	2,073.3
Total Cash Collections Operating Accounts	\$0.0	\$10,656.2	\$285.5	\$5,661.4	\$2,201.9	\$125.0	\$536.4	\$0.0	\$914.1	\$1,016.4	\$458.4	\$0.0	\$0.0	\$21,855.2
Cash Disbursements														
Origination Expenses	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$6.5	\$0.0	\$0.0	\$0.0	\$0.0	\$6.5
Operating Disbursements														
Salaries & Wages	0.0	60.0	0.0	45.0	0.0	45.0	0.0	45.0	0.0	45.0	0.0	45.0	0.0	285.0
Payroll Related Benefits	7.4	10.2	0.0	7.7	6.3	7.7	0.0	7.7	0.0	14.0	0.0	7.7	0.0	68.4
Rent	49.0	0.0	0.0	0.0	49.0	0.0	0.0	0.0	0.0	49.0	0.0	0.0	0.0	147.0
Office Operating Disbursements	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	195.0
Other Operating Disbursements	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	20.0	260.0
Total Operating Disbursements	\$91.4	\$105.2	\$35.0	\$87.7	\$90.3	\$87.7	\$35.0	\$87.7	\$41.5	\$143.0	\$35.0	\$87.7	\$35.0	\$961.9
Bankruptcy Related Disbursements														
Professional Fees (see schedule for detail)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$2,586.2	\$0.0	\$0.0	\$0.0	\$839.7	\$3,426.0
Trustee Fees	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	9.0	0.0	0.0	0.0	9.0	18.0
Other														
Employee Retention Costs	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Noticing Agent	0.0	112.5	0.0	0.0	69.4	0.0	0.0	0.0	0.0	82.6	0.0	0.0	0.0	264.5
Appraisal Fees	0.0	100.0	0.0	0.0	100.0	0.0	0.0	0.0	100.0	0.0	0.0	0.0	0.0	300.0
Other (security)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Post-Petition Financing														
Fees for Post-Petition Financing	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Legal Counsel Fees & Disbursements	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Total Bankruptcy Related Disbursements	\$0.0	\$212.5	\$0.0	\$0.0	\$169.4	\$0.0	\$0.0	\$0.0	\$2,695.2	\$82.6	\$0.0	\$0.0	\$848.7	\$4,008.4
Total Cash Disbursements Operating Accounts	\$91.4	\$317.7	\$35.0	\$87.7	\$259.7	\$87.7	\$35.0	\$87.7	\$2,736.8	\$225.5	\$35.0	\$87.7	\$883.7	\$4,970.4
NET CHANGE IN CASH	(\$91.4)	\$10,338.6	\$250.5	\$5,573.7	\$1,942.2	\$37.4	\$501.4	(\$87.7)	(\$1,822.7)	\$790.9	\$423.4	(\$87.7)	(\$883.7)	\$16,884.9
Cash Position - USA Commercial Mortgage Estate														
Total Cash and Cash Equivalents at Beginning of Period	\$1,377.3	\$1,286.0	\$11,624.6	\$11,875.0	\$17,448.8	\$19,390.9	\$19,428.3	\$19,929.7	\$19,842.1	\$18,019.4	\$18,810.3	\$19,233.6	\$19,146.0	\$1,377.3
Pre-Petition Cash Payments	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Net (Decrease) Increase in Cash and Cash Equivalents	(91.4)	10,338.6	250.5	5,573.7	1,942.2	37.4	501.4	(87.7)	(1,822.7)	790.9	423.4	(87.7)	(883.7)	16,884.9
Total Cash DIP Operating Account at End of Period	\$1,286.0	\$11,624.6	\$11,875.0	\$17,448.8	\$19,390.9	\$19,428.3	\$19,929.7	\$19,842.1	\$18,019.4	\$18,810.3	\$19,233.6	\$19,146.0	\$18,262.2	\$18,262.2
Estate Funds in Collections Account	\$10,308.8	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Total USA Commercial Mortgage Estate Cash Balance	\$11,594.8	\$11,624.6	\$11,875.0	\$17,448.8	\$19,390.9	\$19,428.3	\$19,929.7	\$19,842.1	\$18,019.4	\$18,810.3	\$19,233.6	\$19,146.0	\$18,262.2	\$18,262.2

## USA Commercial Mortgage Company, et al.

## 13-Week Cash Forecast

(\$ in thousands)

	13-Week Cash Forecast													
	Week Ending													
	6/4/2006	6/11/2006	6/18/2006	6/25/2006	7/2/2006	7/9/2006	7/16/2006	7/23/2006	7/30/2006	8/6/2006	8/13/2006	8/20/2006	8/27/2006	Total 13 Weeks
Additional Accounts														
USA Capital Realty Advisors - DIP Operating Account														
Beginning Cash Balance	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7
Management Fees Collected (DTDF)	0.0	0.0	0.0	0.0	0.0	125.0	0.0	0.0	0.0	125.0	0.0	0.0	0.0	250.0
Expense Reimbursement due USA CMC	0.0	0.0	0.0	0.0	0.0	(125.0)	0.0	0.0	0.0	(125.0)	0.0	0.0	0.0	(250.0)
Ending Cash Balance	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7	\$122.7
USA Securities - DIP Operating Account														
Cash Balance USA Securities	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8	\$21.8
Diversified Trust - DIP Operating Account														
Beginning Cash Balance DTDF	\$706.8	\$706.8	\$706.8	\$706.8	\$706.8	\$706.8	\$581.8	\$581.8	\$581.8	\$441.8	\$316.8	\$316.8	\$316.8	\$706.8
Cash Payment for Professional Fees <sup>(a)</sup>	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	(140.0)	0.0	0.0	0.0	(160.0)	(300.0)
Management Fees Paid by DTDF	0.0	0.0	0.0	0.0	0.0	(125.0)	0.0	0.0	0.0	(125.0)	0.0	0.0	0.0	(250.0)
Ending Cash Balance DTDF	\$706.8	\$706.8	\$706.8	\$706.8	\$706.8	\$581.8	\$581.8	\$581.8	\$441.8	\$316.8	\$316.8	\$316.8	\$156.8	\$156.8
First Trust - DIP Operating Account														
Beginning Balance FTDF	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	(\$180.0)	(\$180.0)	(\$180.0)	(\$180.0)	\$0.0
Cash Payment for Professional Fees <sup>(a)</sup>	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	(180.0)	0.0	0.0	0.0	(160.0)	(340.0)
Ending Cash Balance FTDF	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	(\$180.0)	(\$180.0)	(\$180.0)	(\$180.0)	(\$340.0)	(\$340.0)
Collections Account														
Beginning Balance Collections Account (Investor Funds)	\$60,797.2	\$60,797.2	\$64,586.7	\$75,250.4	\$104,885.8	\$166,585.7	\$166,585.7	\$173,995.5	\$173,995.5	\$173,995.5	\$182,184.3	\$192,789.4	\$192,789.4	\$60,797.2
Estimated Interest Due Investors	0.0	3,921.3	171.7	1,369.1	2,047.7	0.0	3,620.7	0.0	0.0	42.0	3,529.8	0.0	0.0	14,702.3
Expected Principal Return	0.0	179.1	10,500.0	28,495.2	59,775.0	0.0	4,075.0	0.0	0.0	8,150.0	7,350.0	0.0	0.0	118,524.3
Total Account Collections	\$0.0	\$4,100.4	\$10,671.7	\$29,864.3	\$61,822.7	\$0.0	\$7,695.7	\$0.0	\$0.0	\$8,192.0	\$10,879.8	\$0.0	\$0.0	\$133,226.7
Interest Payments to Investors	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Service Fees to USA CMC	0.0	310.9	8.0	228.9	122.8	0.0	286.0	0.0	0.0	3.2	274.6	0.0	0.0	1,234.5
Total Disbursements	\$0.0	\$310.9	\$8.0	\$228.9	\$122.8	\$0.0	\$286.0	\$0.0	\$0.0	\$3.2	\$274.6	\$0.0	\$0.0	\$1,234.5
Ending Balance Collections Account (Investor Funds)	\$60,797.2	\$64,586.7	\$75,250.4	\$104,885.8	\$166,585.7	\$166,585.7	\$173,995.5	\$173,995.5	\$173,995.5	\$182,184.3	\$192,789.4	\$192,789.4	\$192,789.4	\$192,789.4
Beginning Balance Collections Account (Estate Funds)	\$10,308.8	\$10,308.8	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$10,308.8
Interest Income to Estate <sup>(b)</sup>	0.0	0.0	0.0	0.0	320.0	0.0	0.0	0.0	0.0	684.4	0.0	0.0	0.0	1,004.4
Transfer of Income Interest to Estate	0.0	0.0	0.0	0.0	(320.0)	0.0	0.0	0.0	0.0	(684.4)	0.0	0.0	0.0	(1,004.4)
Transfer of Pre-Paid Interest Collected from Borrowers	0.0	(10,308.8)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	(10,308.8)
Ending Balance Collections Account (Estate Funds)	\$10,308.8	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Ending Balance Collections Account (Total)	\$71,106.0	\$64,586.7	\$75,250.4	\$104,885.8	\$166,585.7	\$166,585.7	\$173,995.5	\$173,995.5	\$173,995.5	\$182,184.3	\$192,789.4	\$192,789.4	\$192,789.4	\$192,789.4
Investors Account														
Cash Balance Investors Account	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1	\$1,877.1
Executory Contract Committee Cash Due <sup>(a)</sup>														
	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	160.0	0.0	0.0	0.0	160.0	320.0

## Notes:

- a. Source of payment for investor and fund committees will be via surcharge or some other source yet to be determined.
- b. Assumes investment in 1 month Treasuries at 4.75%, the yield as of 6/2/06, United States Department of the Treasury, <http://www.treas.gov>.

**USA Commercial Mortgage Company, et al.****13-Week Cash Forecast**

(\$ in thousands)

13-Week Cash Forecast														
	Week Ending													Total
	6/4/2006	6/11/2006	6/18/2006	6/25/2006	7/2/2006	7/9/2006	7/16/2006	7/23/2006	7/30/2006	8/6/2006	8/13/2006	8/20/2006	8/27/2006	13 Weeks
Supplemental Schedules - Professional Fees														
Debtor Professional Fees (as incurred)														
Financial Advisor Fees & Disbursements	\$200.0	\$200.0	\$180.0	\$165.0	\$140.0	\$140.0	\$140.0	\$140.0	\$140.0	\$100.0	\$100.0	\$100.0	\$100.0	\$1,845.0
Legal Counsel Fees & Disbursements	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	650.0
Local Counsel	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	16.7	216.7
PR Firm	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	9.8
Other Legal Professionals	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	5.0	65.0
Committee Professionals (as incurred)														
Unsecured Creditors Committee														
Legal Counsel Fees & Disbursements	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	325.0
Financial Advisor Fees & Disbursements	0.0	0.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	275.0
Weekly Accrual for USA CMC Professional Fees	\$297.4	\$297.4	\$302.4	\$287.4	\$262.4	\$262.4	\$262.4	\$262.4	\$262.4	\$222.4	\$222.4	\$222.4	\$222.4	\$3,386.4
Cash Payment for USA CMC Professional Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$2,586.2	\$0.0	\$0.0	\$0.0	\$839.7	\$3,426.0
Equity Security Holders of USA Capital FTDF														
Legal Counsel Fees & Disbursements	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	325.0
Financial Advisor Fees & Disbursements	0.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	300.0
Weekly Accrual for FTDF Professional Fees	\$25.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$625.0
Cash Payment for FTDF Professional Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$180.0	\$0.0	\$0.0	\$0.0	\$160.0	\$340.0
Equity Security Holders of USA Capital DTDF														
Legal Counsel Fees & Disbursements	0.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	300.0
Financial Advisor Fees & Disbursements	0.0	0.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	275.0
Weekly Accrual for DTDF Professional Fees	\$0.0	\$25.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$575.0
Cash Payment for DTDF Professional Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$140.0	\$0.0	\$0.0	\$0.0	\$160.0	\$300.0
Holders of Executory Contract Rights														
Legal Counsel Fees & Disbursements	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	325.0
Financial Advisor Fees & Disbursements	0.0	0.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	25.0	275.0
Weekly Accrual for Executory Committee Professional Fees	\$25.0	\$25.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$50.0	\$600.0
Cash Payment for Executory Committee Professional Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$160.0	\$0.0	\$0.0	\$0.0	\$160.0	\$320.0
Total Accrual Amount for Bankruptcy Professional Fees	\$347.4	\$397.4	\$452.4	\$437.4	\$412.4	\$412.4	\$412.4	\$412.4	\$412.4	\$372.4	\$372.4	\$372.4	\$372.4	\$5,186.4
Total Cash Payment for Bankruptcy Professional Fees	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$3,066.2	\$0.0	\$0.0	\$0.0	\$1,319.7	\$4,386.0